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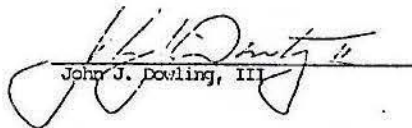
REFERENCE IS MADE to  
REFERENCE IS MADE to  
Act # 633157  
9/15/80 - 807/484

*John J. Dowling, III*

CHROMALLOY AMERICAN CORPORATION  
CERTIFICATE

The undersigned, John J. Dowling, III, does hereby certify that he is the Assistant Secretary of Chromalloy American Corporation, a Delaware corporation (hereinafter referred to as the "Corporation"), and he does further certify that the copy of that certain resolution attached hereto is a true and correct copy of the original and that said resolution was adopted at a meeting of the Executive Committee of the Board of Directors of the Corporation at a regular meeting duly called and held on September 26, 1980, with a quorum being present and acting throughout and that such resolution has not been modified.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and affixed the seal of the Corporation this 24th day of October, 1980.

  
John J. Dowling, III

(SEAL)

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RESOLVED, that in conjunction with the sale of the Corporation's Delta Service Group, the Executive Committee of the Corporation hereby approves and ratifies the sale of two parcels of real estate located in Houma, Louisiana and Duson, Louisiana, respectively, more fully described on Exhibits A and B attached hereto, for a consideration of \$6,898,624 for the property located in Houma and \$240,151 for the property located in Duson, and the execution of the respective Acts of Sale by Thomas E. Monroe, Executive Vice President of the Corporation, who was authorized to execute said Acts of Sale.

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EXHIBIT A

COMMENCING at conventional northwest corner of Section 12, T17S-R17E; thence, S 81°57'12" E on and along the section line common to Section 12 and 101, T17S-R17E and the southerly lot line of Lot E of the Subdivision of Lot 198 of Crescent Plantation Subdivision by Joseph Villavaso, dated April 1925, for a distance of 424.82 feet to a point on the southerly right-of-way line of Industrial Boulevard (Terrebonne Parish Road No. 18);

THENCE, on and along the southerly right-of-way line of said Industrial Boulevard on an arc to the left having a central angle of 20°56'53", a radius of 1,115.68 feet, and a distance of 407.90 feet to a point;

THENCE, S 1°01'44" W a distance of 480.22 feet to an intersection with the westerly projection of the average centerline of an existing fence;

THENCE, S 88°59'46" E on and along said average centerline of existing fence and projection thereof a distance of 1,190.43 feet to its intersection with the average centerline of an existing drainage ditch;

THENCE, N 1°10'00" E on and along said average centerline of existing drainage ditch a distance of 328.01 feet to its intersection with the southerly right-of-way line of said Industrial Boulevard;

THENCE, S 82°00'00" E on and along said southerly right-of-way line of said Industrial Boulevard a distance of 65.46 feet to its intersection with the westerly property line of Placid Oil Company;

THENCE, S 1°10'00" W on and along said westerly property line a distance of 1,585.00 feet to a point;

THENCE, N 88°50'00" W on and along Placid Oil Company's northerly property line a distance of 566.17 feet to a point;

THENCE, S 1°10'00" W on and along Placid Oil Company and Penrod Drilling Company's westerly property line a distance of 1,441.64 feet to a point;

THENCE, N 89°29'27" W a distance of 997.85 feet to a point, said point being on the northeasterly bankline of Bayou LaCarpe;

THENCE, N 31°27'33" W on and along said northeasterly bankline a distance of 115.81 feet to a point;

THENCE, N 26°02'03" W on and along said northeasterly bankline a distance of 238.30 feet to a point;

THENCE, N 27°12'39" W on and along said northeasterly bankline a distance of 134.06 feet to a point;

THENCE, N 29°47'19" W on and along said northeasterly bankline of Bayou LaCarpe a distance of 79.21 feet to a point, said point being on the southwesterly edge of an existing bulkhead;

THENCE, N 27°17'13" W on and along said southwesterly edge of bulkhead a distance of 206.42 feet to a point;

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THENCE, N 8°37'15" W on and along said southwesterly edge of bulkhead a distance of 521.96 feet to a point;

THENCE, N 4°56'31" W on and along said southwesterly edge of bulkhead a distance of 17.76 feet to a point, said point being on the southerly lot line of Lot "A" of the Subdivision of Lot 198 of Crescent Plantation by Joseph Villavaso, dated April 1925, said point also being on the section line common to Sections 47 and 104, T17S-R17E;

THENCE, N 72°16'47" E on and along said southerly lot line and section line a distance of 350.96 feet to a point, said point being at the southeast corner of said Lot "A" and the section corner common to Sections 12, 47, and 104, T17S-R17E;

THENCE, N 8°29'12" W on and along the easterly line of said Lot "A" and the section line common to Sections 12 and 104, T17S-R17E, a distance of 601.89 feet to a point, said point being at the corner common to Lot "A" and Lot "B" of the said Subdivision of Lot 198 of Crescent Plantation Subdivision;

THENCE, N 89°42'12" W on and along the lot line common to Lot "A" and Lot "B" and the projection thereof a distance of 103.08 feet to its intersection with the southwesterly projection of the average northeasterly bankline of Bayou LaCarpe;

THENCE, N 2°31'54" E on and along the average projection of the northeasterly bankline of Bayou LaCarpe a distance of 133.31 feet to a point;

THENCE, N 24°49'13" W on and along said southwesterly edge of an existing bulkhead a distance of 192.05 feet to a point, said point being on the lot line common to Lots "B" and "C" of said subdivision of Lot 198 of Crescent Plantation Subdivision;

THENCE, N 84°06'18" E along the lot line common to said Lots "B" and "C" a distance of 130.53 feet to a point being on the section line common to Sections 12 and 104, T17S-R17E;

THENCE, N 8°29'12" W on and along said common section line a distance of 962.56 feet to a point, said point being at the corner common to Lot "C" and Lot "D" of said Subdivision of Lot 198 of Crescent Plantation Subdivision;

THENCE, S 52°30'41" W on and along the lot line common to Lot "C" and Lot "D" a distance of 682.15 feet to its intersection with the southwesterly edge of an existing bulkhead;

THENCE, N 47°09'10" W on and along said southwesterly edge of existing bulkhead a distance of 47.34 feet to a point;

THENCE, N 45°14'03" W on and along said southwesterly edge of existing bulkhead a distance of 162.74 feet to a point;

THENCE, N 45°41'22" W on and along said southwesterly edge of bulkhead a distance of 2.32 feet to a point; said point being on the lot line common to Lot "D" and Lot "E" of said Subdivision of Lot 198 of Crescent Plantation Subdivision;

THENCE, N 53°31'31" E on and along the lot line common to Lot "D" and Lot "E" of said Subdivision of Lot 198 of Crescent Plantation Subdivision a distance of 820.98 feet to a point, said point being the point of beginning and containing an area of 110.2759 acres, more or less.

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Exhibit A

Exhibit A

The above described tract is more fully shown on a plat prepared by T. Baker Smith & Son, Inc., titled, "Chromalloy American Corporation, Chromalloy Natural Resources Division, Survey of Property in Sections 12, 47, 101 and 104, T17S-R17E, Terrebonne Parish, Louisiana", dated July 16, 1980, revised July 23, 1980, attached hereto and made part hereof.

Together with all buildings and improvements thereon and all rights, ways, servitudes and privileges thereunto belonging or in anywise appertaining.

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Exhibit A

This sale is made and accepted subject to the following:

1. Reservation of minerals by Nellie Bond, Alice Bond and Wellman Bond in sale to Water Works District No. 1 dated September 16, 1952, of record under Entry No. 124486 in COB 201, folio 357, of the records of Terrebonne Parish, Louisiana; said reservation contains a release of surface. (9 acres Section 47, T 17S, R 17E)
2. Reservation of minerals by South Coast Corporation in sale of 26.22 acres in Section 12, T 17 S, R 17 E, dated August 29, 1963, of record under Entry No. 205707 in COB 360, folio 227, of the records of Terrebonne Parish, Louisiana. There is a surface release of the aforementioned property by South Shore Oil and Development Company of record under Entry No. 252040, in COB 361, folio 535 of the records of Terrebonne Parish, Louisiana.
3. Reservation of minerals by South Coast Corporation in sale dated July 13, 1964 involving 68.64 acres in Section 12, T 17 S, R 17 E, of record under Entry No. 264566 in COB 377, folio 15, of the records of Terrebonne Parish, Louisiana. There is a surface release of the aforementioned property by South Shore Oil and Development Company by act dated July 20, 1964 of record under Entry No. 265074 in COB 378, folio 51 of the records of Terrebonne Parish, Louisiana.
4. Reservation of minerals by South Coast Corporation in sale dated April 8, 1965 involving 0.65 acres in Section 12, T 17 S, R 17 E, of record under Entry No. 277811 in COB 394, folio 385, of the records of Terrebonne Parish, Louisiana, said reservation does not contain a surface release and no surface release can be found to have been executed by South Shore Oil and Development Company.
5. Mineral reservation in sale from South Coast Corporation dated December 20, 1967, involving 119.607 acres in Section 12, T 17 S, R 17 E, of record under Entry No. 333676 in COB 450, folio 407, of the records of Terrebonne Parish, Louisiana.
6. Surface release by South Shore Oil and Development Company of the aforementioned property dated December 29, 1967, of record under Entry No. 334353 in COB 451, folio 180 of the records of Terrebonne Parish, Louisiana.
7. Right of way executed by Nellie Bond in favor of United States of America dated June 26, 1934, involving the 9 acres in Section 47, T 17S, R 17E, of record under Entry No. 16399 in COB 102, folio 401, of the records of Terrebonne Parish, Louisiana. Right of way granted is for spoil of dredging of Bayou LaCarpe and covers 150 feet from the center line of Bayou LaCarpe.
8. Right of way to Louisiana Power & Light Company by South Coast Corporation dated February 25, 1948, of record under Entry No. 72661, in COB 160, folio 254, of the records of Terrebonne Parish, Louisiana. No plat is recorded in the conveyance records or original acts of Terrebonne Parish, Louisiana, therefore, the exact route of the right of way is not determinable, however, it affects property in Section 12, T 17 S, R 17 E, therefore, it is being shown on this opinion.
9. Right of way by South Coast Corporation to South Louisiana Electric Co-Operative Association dated October 14, 1952, of record under Entry No. 321562, in COB 438, folio 458, of the records of Terrebonne Parish, Louisiana. A plat filed in the original acts

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of Terrebonne Parish, Louisiana under Entry No. 321562 indicates that this right of way runs parallel to the northern boundary of the subject property. It cannot be determined whether the right of way lies within the subject tract or on the right of way of Industrial Boulevard to the north of the subject tract, therefore, it is being reported for full disclosure.

10. Right of way by Delta Iron Works, Inc. in favor of Water Works District No. 2 dated August 31, 1970, of record under Entry No. 386766 in COB 499, folio 424 of the records of Terrebonne Parish, Louisiana. A plat of record in Map Volume 5, folio 34 indicated that said right of way covers 10 feet along the southern right of way of Industrial Boulevard covering a portion of the subject property.

11. Right of way executed by South Coast Corporation in favor of United States of America dated August 18, 1947, of record under Entry No. 69473, in COB 157, folio 315, of the records of Terrebonne Parish, Louisiana. Right of way granting the deposit of spoil from dredging of Bayou LaCarpe upon lands owned by South Coast Corporation.

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EXHIBIT B

That certain tract or parcel of land located in Section 21, Township 9 South, Range 3 East, Lafayette Parish, Louisiana, together with all improvements thereon, comprising 15.144 acres, more or less, bounded now or formerly, Northerly by property of Ovey Sonnier or assigns, Southerly by Interstate Highway 10, Easterly by property of Boyce W. Bundick or assigns, and Westerly by property of Clacole Thibodeaux or assigns, Anna Thibodeaux Leger or assigns and J. R. Thibodeaux or assigns, and being more fully shown on a plat of survey by Joseph E. Schexneider, Registered Surveyor, dated May 10, 1974, a copy of which is attached to Act. No. 624777 of the records of Lafayette Parish Clerk of Court's Office and found within the letters A,B,C,D,E,F,G and H on said plat, and being a portion of the property acquired by Boyce W. Bundick by Act. No. 603725 of the records of the Clerk of Court's Office for Lafayette Parish, Louisiana.

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EXHIBIT B

This sale is made and accepted subject to the following:

1. All taxes for the year 1980, and all taxes for subsequent years, none of which are yet due and payable.
2. Servitude of passage over the South 40 feet of the property reserved by Boyce W. Bundick, dated 5/15/74 by Act. No. 624777 and also in favor of Mustard Seed, Inc., dated 5/15/71 by Act. No. 569811.
3. Reservation of 1/2 mineral interest by J. Alfred Mouton, Jr. dated April 11, 1973, by Act. No. 603725.
5. Reservation of 1/2 mineral interest by Boyce W. Bundick dated May 15, 1974, by Act. No. 624777.
6. Easement in favor of Southern Bell Telephone & Telegraph Company dated September 22, 1964, by Act. No. 465693.
7. Easement in favor of South Central Bell Telephone Company dated June 27, 1974, by Act. No. 628666.
8. Easement in favor of South Central Bell Telephone Company dated September 12, 1975, by Act. No. 652228.

FILED FOR RECORD  
PARISH OF  
TERREBOUNE, LA.

OCT 28 4 24 PM '80

*Cynthia H. Hensley*  
DEPUTY CLERK OF COURT

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